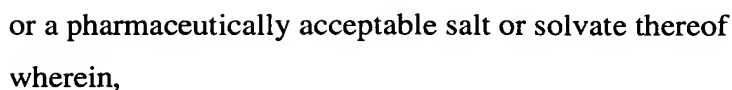
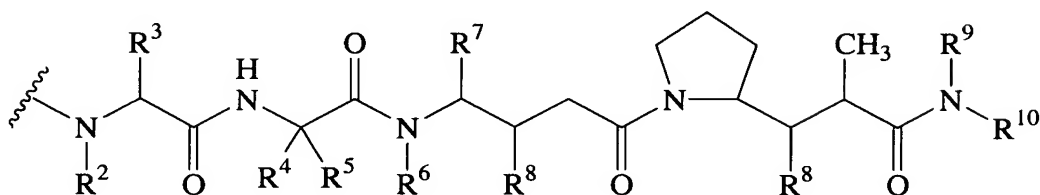


This listing of claims will replace all prior versions, and listings, of claims in the application:

1. (Original) A compound of the Formula Ia:



-D is a Drug unit of the formula



R⁴ is selected from -H, -C₁-C₈ alkyl, -C₃-C₈ carbocycle, -O-(C₁-C₈ alkyl), -aryl, -C₁-C₈ alkyl-aryl, -C₁-C₈ alkyl-(C₃-C₈ carbocycle), -C₃-C₈ heterocycle and -C₁-C₈ alkyl-(C₃-C₈

heterocycle) wherein R^5 is selected from -H and -methyl; or R^4 and R^5 join, have the formula $-(CR^aR^b)_n-$ wherein R^a and R^b are independently selected from -H, $-C_1-C_8$ alkyl and $-C_3-C_8$ carbocycle and n is selected from 2, 3, 4, 5 and 6, and form a ring with the carbon atom to which they are attached;

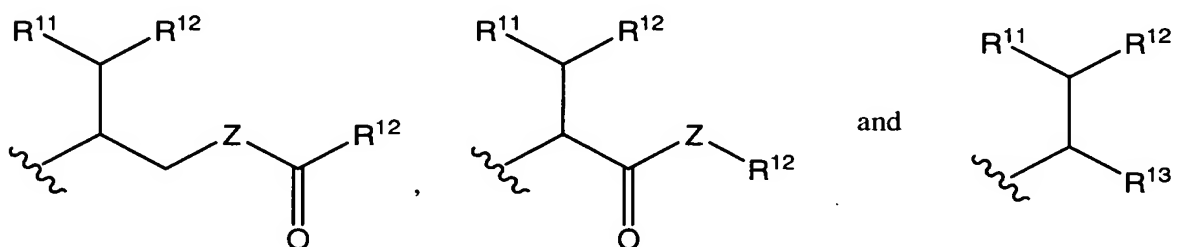
R^6 is selected from -H and $-C_1-C_8$ alkyl;

R^7 is selected from -H, $-C_1-C_8$ alkyl, $-C_3-C_8$ carbocycle, $-O-(C_1-C_8$ alkyl), -aryl, $-C_1-C_8$ alkyl-aryl, $-C_1-C_8$ alkyl- $(C_3-C_8$ carbocycle), $-C_3-C_8$ heterocycle and $-C_1-C_8$ alkyl- $(C_3-C_8$ heterocycle);

each R^8 is independently selected from -H, -OH, $-C_1-C_8$ alkyl, $-C_3-C_8$ carbocycle and $-O-(C_1-C_8$ alkyl);

R^9 is selected from -H and $-C_1-C_8$ alkyl;

R^{10} is selected from



Z is -O-, -S-, -NH- or $-N(R^{14})-$;

R^{11} is selected from -H, -OH, $-NH_2$, $-NHR^{14}$, $-N(R^{14})_2$, $-C_1-C_8$ alkyl, $-C_3-C_8$ carbocycle, $-O-(C_1-C_8$ alkyl), -aryl, $-C_1-C_8$ alkyl-aryl, $-C_1-C_8$ alkyl- $(C_3-C_8$ carbocycle), $-C_3-C_8$ heterocycle and $-C_1-C_8$ alkyl- $(C_3-C_8$ heterocycle); or R^{11} is an oxygen atom which forms a carbonyl unit ($C=O$) with the carbon atom to which it is attached and a hydrogen atom on this carbon atom is replaced by one of the bonds in the ($C=O$) double bond;

each R^{12} is independently selected from -aryl and $-C_3-C_8$ heterocycle;

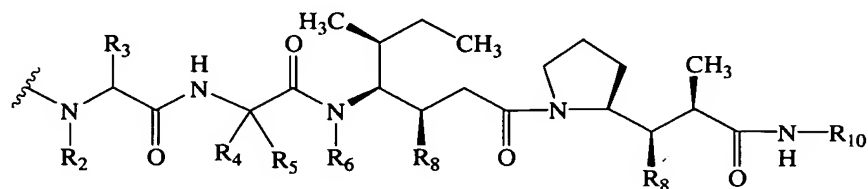
R^{13} is selected from -H, -OH, $-NH_2$, $-NHR^{14}$, $-N(R^{14})_2$, $-C_1-C_8$ alkyl, $-C_3-C_8$ carbocycle, $-O-(C_1-C_8$ alkyl), -aryl, $-C_1-C_8$ alkyl-aryl, $-C_1-C_8$ alkyl- $(C_3-C_8$ carbocycle), $-C_3-C_8$ heterocycle and $-C_1-C_8$ alkyl- $(C_3-C_8$ heterocycle); and

Each R^{14} is independently -H or $-C_1-C_8$ alkyl.

2. (Original) The compound of claim 1 wherein w is an integer ranging from 2 to 12.

3-6. (Canceled)

7. (Original) A compound or a pharmaceutically acceptable salt or solvate of the compound of claim 1 where -D is a Drug unit having the structure



or a pharmaceutically acceptable salt or solvate thereof,

wherein, independently at each location:

R² is selected from -H and -methyl;

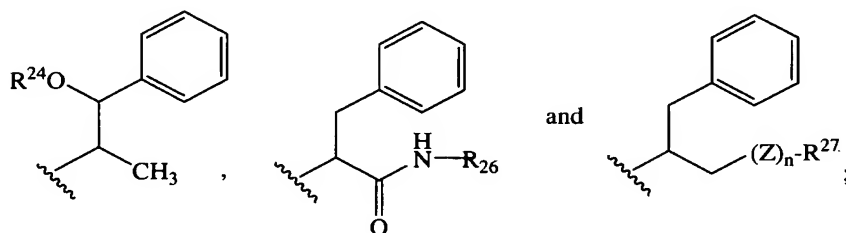
R³ is selected from -H, -methyl, and -isopropyl;

R⁴ is selected from -H and -methyl; R⁵ is selected from -isopropyl, -isobutyl, -sec-butyl, -methyl and -t-butyl or R⁴ and R⁵ join, have the formula – (CR^aR^b)_n– where R^a and R^b are independently selected from -H, -C₁-C₈ alkyl, and -C₃-C₈ carbocycle, and n is selected from 2, 3, 4, 5 and 6, and form a ring with the carbon atom to which they are attached;

R⁶ is selected from -H and -methyl;

each R⁸ is independently selected from -OH, -methoxy and -ethoxy;

R¹⁰ is selected from



R²⁴ is selected from H and -C(O)R²⁵–; wherein R²⁵ is selected from -C₁-C₈ alkyl, -C₃-C₈ carbocycle, -aryl, -C₁-C₈ alkyl-aryl, -C₁-C₈ alkyl-(C₃-C₈ carbocycle), -C₃-C₈ heterocycle and -C₁-C₈ alkyl-(C₃-C₈ heterocycle);

Z is -O-, -NH-, -OC(O)-, -NHC(O)-, -NR²⁸C(O)-; where R²⁸ is selected from -H and -C₁-C₈ alkyl;

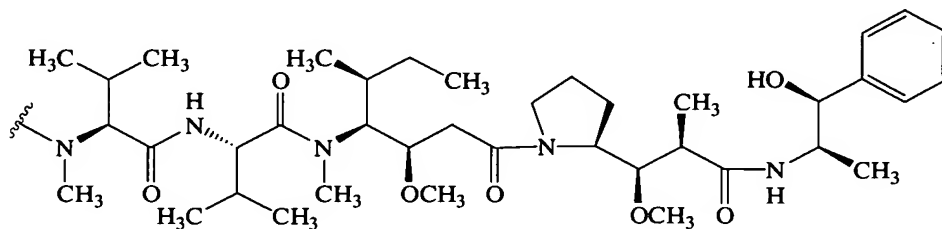
n is 0 or 1; and

R²⁷ is selected from -H, -N₃, -C₁-C₈ alkyl, -C₃-C₈ carbocycle, -aryl, -C₁-C₈ alkyl-aryl, -C₁-C₈ alkyl-(C₃-C₈ carbocycle), -C₃-C₈ heterocycle and -C₁-C₈ alkyl-(C₃-C₈ heterocycle)

when n is 0; and R^{27} is selected from -H, -C₁-C₈ alkyl, -C₃-C₈ carbocycle, -aryl, -C₁-C₈ alkyl-aryl, -C₁-C₈ alkyl-(C₃-C₈ carbocycle), -C₃-C₈ heterocycle and -C₁-C₈ alkyl-(C₃-C₈ heterocycle) when n is 1.

8. (Canceled)

9. (Original) A compound or a pharmaceutically acceptable salt or solvate of the compound of claim 1 where -D is a Drug unit having the structure



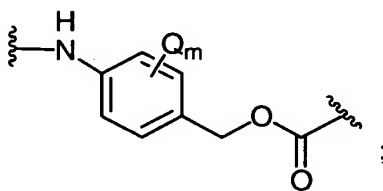
10-16. (Canceled)

17. (Currently Amended) A compound or a pharmaceutically acceptable salt or solvate of the compound of ~~any one of claims~~ claim 1, 3 or 5 where the Ligand unit is an antibody unit.

18. (Original) The compound or a pharmaceutically acceptable salt or solvate of the compound of claim 17 where the antibody unit is a monoclonal antibody unit.

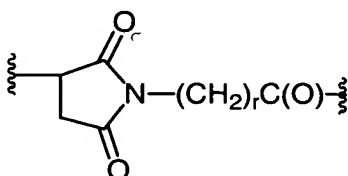
19. (Original) The compound or a pharmaceutically acceptable salt or solvate of the compound of claim 18 where the monoclonal antibody unit is cBR96, cAC10 or 1F6.

20. (Currently Amended) The compound or a pharmaceutically acceptable salt or solvate of the compound of ~~any one of claims~~ claim 1 or 3 where -Y_y- is



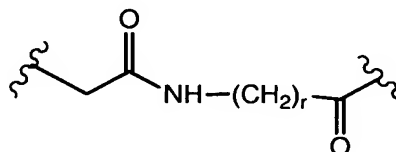
Q is selected from -C₁-C₈ alkyl, -O-(C₁-C₈ alkyl), -halogen, -nitro and -cyano; and m is an integer ranging from 0-4, the amino terminus of -Y_y- forming a bond with a Amino acid unit and the carboxyl terminus of -Y_y- forming a bond with an Drug unit.

21. (Currently Amended) The compound or a pharmaceutically acceptable salt or solvate of the compound of ~~any one of claims~~ claim 1, 3 or 5 where -A- is



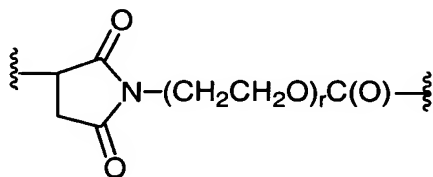
and r is an integer ranging from 1-10, the carbonyl terminus of -A- forming a bond with an Amino Acid unit and the succinimido terminus of -Y_y- -A- forming a bond with a Ligand unit.

22. (Currently Amended) The compound or a pharmaceutically acceptable salt or solvate of the compound of ~~any one of claims~~ claim 1, 3 or 5 where -A- is



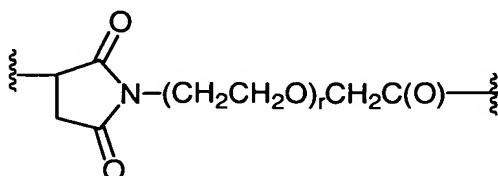
and r is an integer ranging from 1-10, the carbonyl terminus of -A- forming a bond with an Amino Acid unit and the amidomethyl terminus of -A- forming a bond with a Ligand unit.

23. (Currently Amended) The compound or a pharmaceutically acceptable salt or solvate of the compound of ~~any one of claims~~ claim 1, 3 or 5 where -A- is



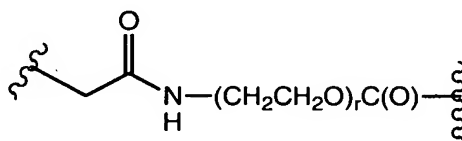
and r is an integer ranging from 1-10, the carbonyl terminus of -A- forming a bond with an Amino Acid unit and the succinimido terminus of -A- forming a bond with a Ligand unit.

24. (Currently Amended) The compound or a pharmaceutically acceptable salt or solvate of the compound of ~~any one of claims claim 1, 3 or 5~~ where -A- is



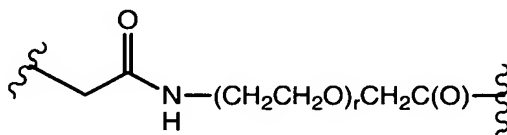
and r is an integer ranging from 1-10, the carbonyl terminus of -A- forming a bond with an Amino Acid unit and the succinimido terminus of -A- forming a bond with a Ligand unit.

25. (Currently Amended) The compound or a pharmaceutically acceptable salt or solvate of the compound of ~~any one of claims claim 1, 3 or 5~~ where -A- is



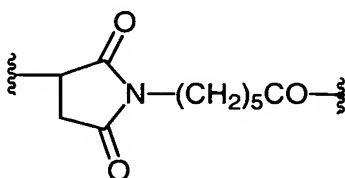
and r is an integer ranging from 1-10, the carbonyl terminus of -A- forming a bond with an Amino Acid unit and the amidomethyl terminus of -A- forming a bond with a Ligand unit.

26. (Currently Amended) The compound or a pharmaceutically acceptable salt or solvate of the compound of ~~any one of claims claim 1, 3 or 5~~ where -A- is



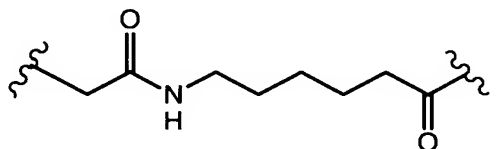
the carbonyl terminus of -A- forming a bond with an Amino Acid unit and the amidomethyl terminus of -A- forming a bond with a Ligand unit.

27. (Original) The compound or a pharmaceutically acceptable salt or solvate of the compound of claim 21 where -A- is



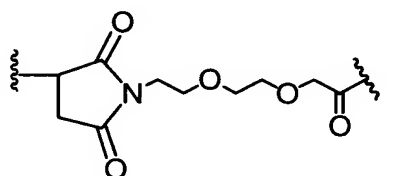
the carbonyl terminus of -A- forming a bond with an Amino Acid unit and the succinimido terminus of -A- forming a bond with a Ligand unit.

28. (Original) The compound or a pharmaceutically acceptable salt or solvate of the compound of claim 22 where -A- is



the carbonyl terminus of -A- forming a bond with an Amino Acid unit and the amidomethyl terminus of -A- forming a bond with a Ligand unit.

29. (Original) The compound or a pharmaceutically acceptable salt or solvate of the compound of claim 24 where -A- is

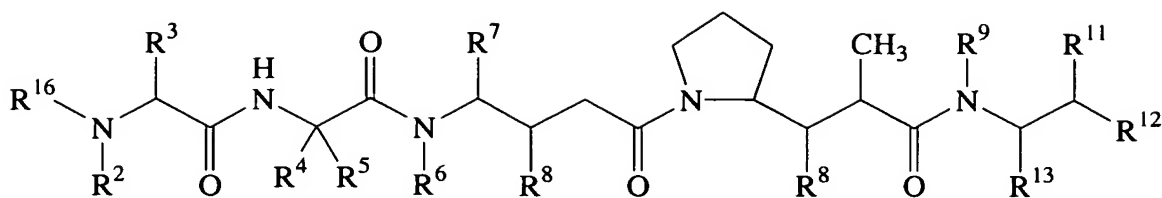


the carbonyl terminus of -A- forming a bond with an Amino Acid unit and the succinimido terminus of -A- forming a bond with a Ligand unit.

30. (Currently Amended) The compound or a pharmaceutically acceptable salt or solvate of the compound of ~~any one of claims claim 1, 3 or 5~~ where -W_w- is -Phenylalanine-Lysine- or-valine-citrulline-, the amino terminus of -W_w- forming a bond with a Stretcher unit when a is 1 or with a Ligand unit if a is 0, and the C- terminus of -W_w- forming a bond with a Spacer unit when y is 1 or 2, and with a Drug unit when y is 0.

31-43. (Canceled)

44. (Currently Amended) A compound of the formula



or a pharmaceutically acceptable salt or solvate thereof

wherein, independently at each location:

R^2 is selected from -H and $-C_1-C_8$ alkyl;

R^3 is selected from -H, $-C_1-C_8$ alkyl, $-C_3-C_8$ carbocycle, $-O-(C_1-C_8$ alkoxy), -aryl, $-C_1-C_8$ alkyl-aryl, $-C_1-C_8$ alkyl- $(C_3-C_8$ carbocycle), $-C_3-C_8$ heterocycle and $-C_1-C_8$ alkyl- $(C_3-C_8$ heterocycle);

R^4 is selected from -H, $-C_1-C_8$ alkyl, $-C_3-C_8$ carbocycle, $-O-(C_1-C_8$ alkoxy), -aryl, $-C_1-C_8$ alkyl-aryl, $-C_1-C_8$ alkyl- $(C_3-C_8$ carbocycle), $-C_3-C_8$ heterocycle and $-C_1-C_8$ alkyl- $(C_3-C_8$ heterocycle) wherein R^5 is selected from -H and -methyl; or R^4 and R^5 join, have the formula $-(CR^aR^b)_n-$ wherein R^a and R^b are independently selected from -H, $-C_1-C_8$ alkyl and $-C_3-C_8$ carbocycle and n is selected from 2, 3, 4, 5 and 6, and form a ring with the carbon atom to which they are attached;

R^6 is selected from -H and $-C_1-C_8$ alkyl;

R^7 is selected from -H, $-C_1-C_8$ alkyl, $-C_3-C_8$ carbocycle, $-O-(C_1-C_8$ alkoxy), -aryl, $-C_1-C_8$ alkyl-aryl, $-C_1-C_8$ alkyl- $(C_3-C_8$ carbocycle), $-C_3-C_8$ heterocycle and $-C_1-C_8$ alkyl- $(C_3-C_8$ heterocycle);

each R^8 is independently selected from -H, -OH, $-C_1-C_8$ alkyl, $-C_3-C_8$ carbocycle and $-O-(C_1-C_8$ alkoxy);

R^9 is selected from -H and $-C_1-C_8$ alkyl;

R^{11} is selected from -H, -OH, $-NH_2$, $-NHR^{14}$, $-N(R^{14})_2$, $-C_1-C_8$ alkyl, $-C_3-C_8$ carbocycle, $-O-(C_1-C_8$ alkyl), -aryl, $-C_1-C_8$ alkyl-aryl, $-C_1-C_8$ alkyl- $(C_3-C_8$ carbocycle), $-C_3-C_8$ heterocycle and $-C_1-C_8$ alkyl- $(C_3-C_8$ heterocycle); or R^{11} is an oxygen atom which forms a carbonyl unit ($C=O$) with the carbon atom to which it is attached and a hydrogen atom on this carbon atom is replaced by one of the bonds in the ($C=O$) double bond;

each R^{12} is independently selected from -aryl and $-C_3-C_8$ heterocycle;

R^{13} is selected from -H, -OH, $-NH_2$, $-NHR^{14}$, $-N(R^{14})_2$, $-C_1-C_8$ alkyl, $-C_3-C_8$ carbocycle, $-O-(C_1-C_8$ alkoxy), -aryl, $-C_1-C_8$ alkyl-aryl, $-C_1-C_8$ alkyl- $(C_3-C_8$ carbocycle), $-C_3-C_8$ heterocycle and $-C_1-C_8$ alkyl- $(C_3-C_8$ heterocycle);

each R^{14} is independently -H or -C₁-C₈ alkyl;

R^{16} is $\text{---Y}_y\text{---W}_w\text{---A}'\text{---A}'_a\text{---W}_w\text{---Y}_y\text{---}$

wherein

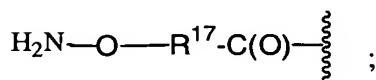
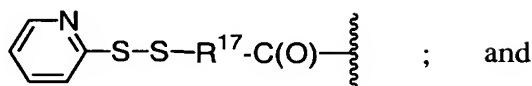
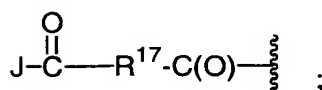
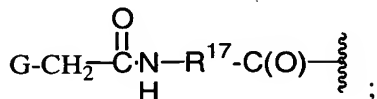
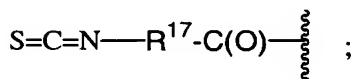
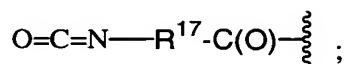
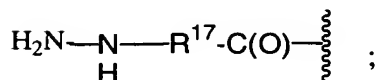
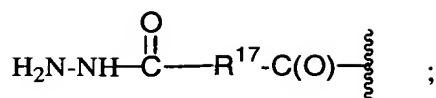
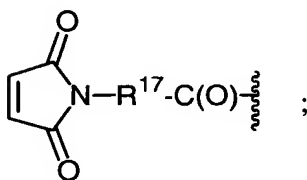
each -W- is independently an Amino Acid unit;

-Y- is a Spacer unit;

w is an integer ranging from 0 to 12;

y is 0, 1 or 2; and

-A' is selected from



wherein

G is selected from -Cl, -Br, -I, -O-mesyl and -O-tosyl;

J is selected from -Cl, -Br, -I, -F, -OH, -O-N-succinimide, -O-(4-nitrophenyl), -O-pentafluorophenyl, -O-tetrafluorophenyl and -O-C(O)-OR¹⁸;

a is 0 or 1;

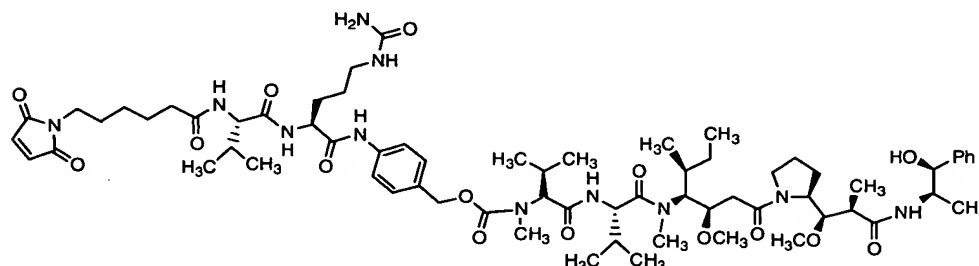
R¹⁷ is selected from -C₁-C₁₀ alkylene-, -C₃-C₈ carbocyclo-, -O-(C₁-C₈ alkoxy)-, -arylene-, -C₁-C₁₀ alkylene-arylene-, -arylene-C₁-C₁₀ alkylene-, -C₁-C₁₀ alkylene-(C₃-C₈

carbocyclo)-, -(C₃-C₈ carbocyclo)-C₁-C₁₀ alkylene-, -C₃-C₈ heterocyclo-, -C₁-C₁₀ alkylene-(C₃-C₈ heterocyclo)-, -(C₃-C₈ heterocyclo)-C₁-C₁₀ alkylene-, -(CH₂CH₂O)_r-, and -(CH₂CH₂O)_r-CH₂-;

r is an integer ranging from 1-10; and

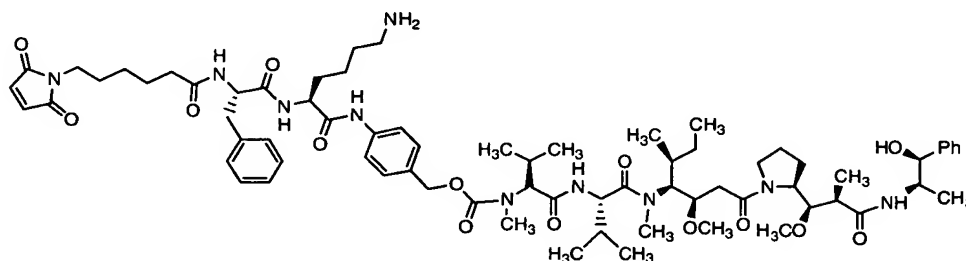
R¹⁸ is -C₁-C₈ alkyl or -aryl.

45. (Original) The compound of claim 44 having the structure



or a pharmaceutically acceptable salt or solvate thereof.

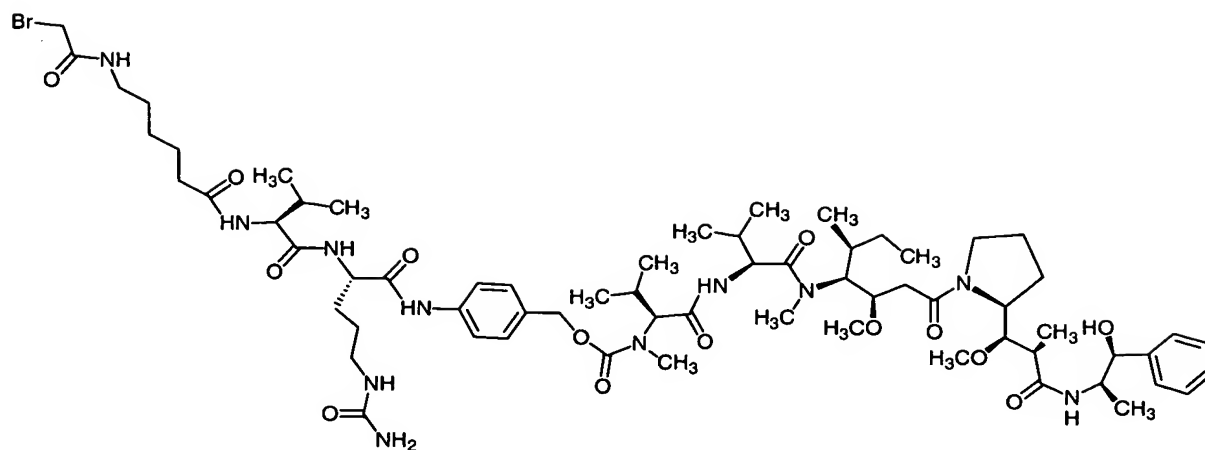
46. (Original) The compound of claim 44 having the structure



or a pharmaceutically acceptable salt or solvate thereof.

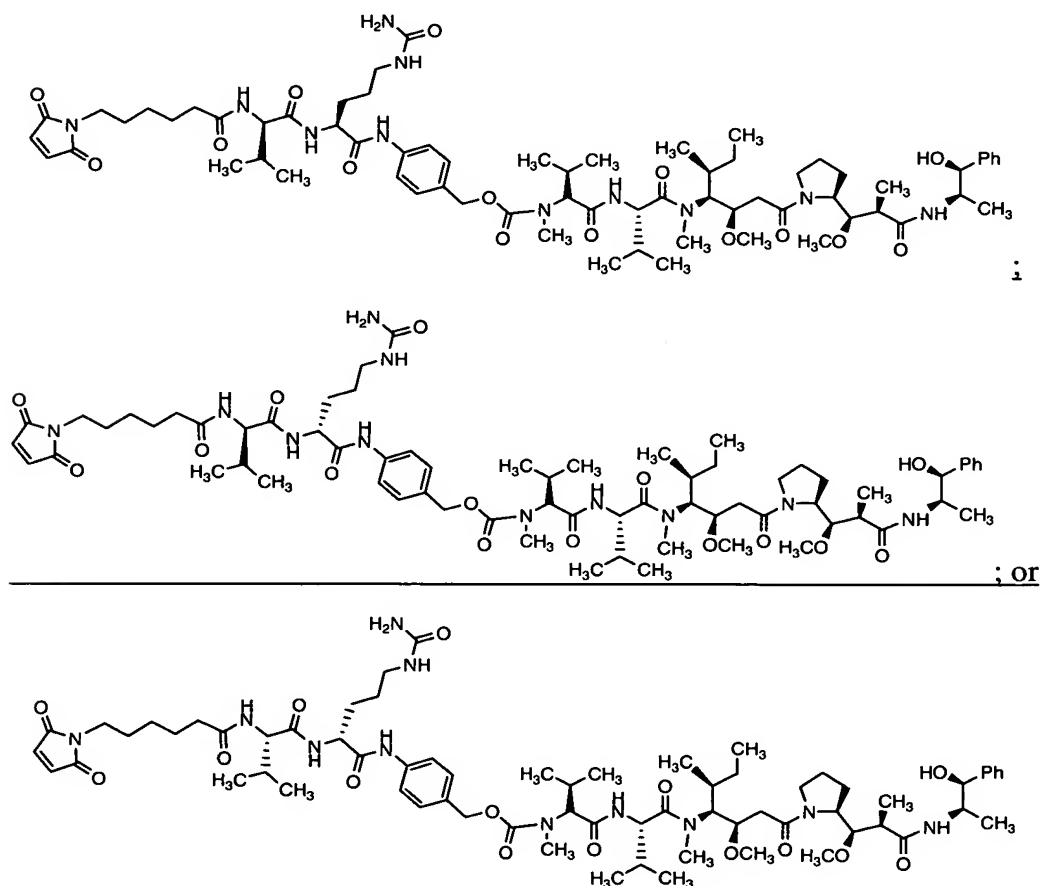
47. (Canceled)

48. (Original) The compound of claim 44 having the structure



or a pharmaceutically acceptable salt or solvate thereof.

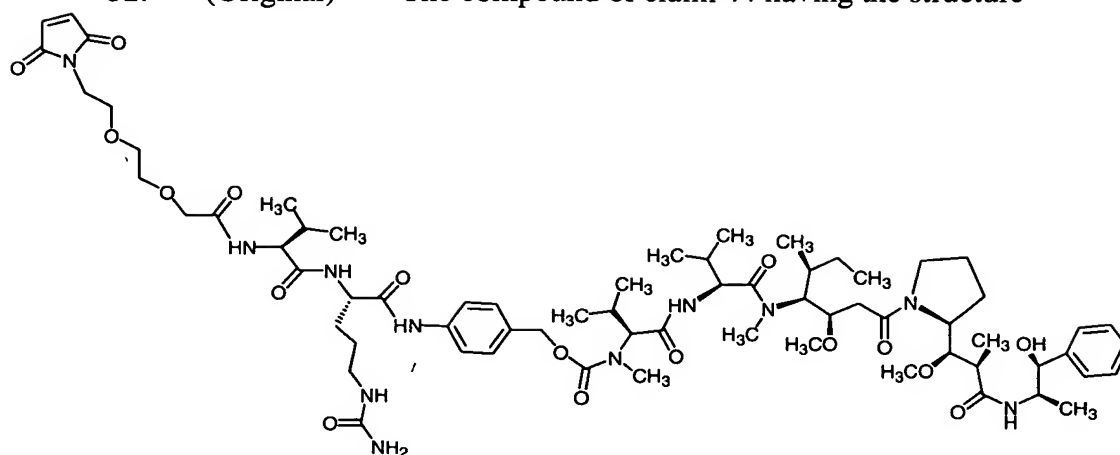
49. (Currently Amended) The compound of claim 44 having the structure



or a pharmaceutically acceptable salt or solvate thereof.

50-51. (Canceled)

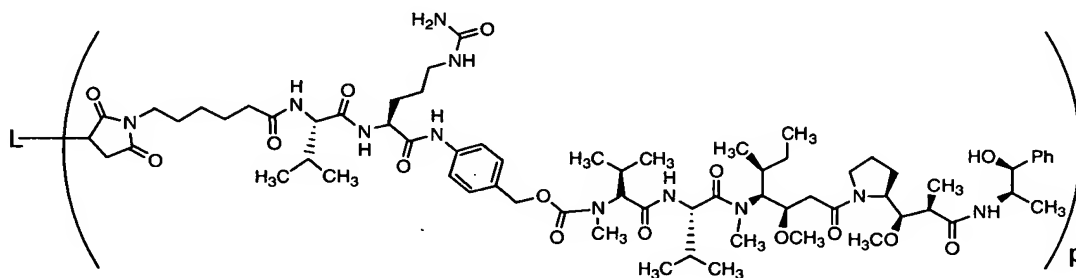
52. (Original) The compound of claim 44 having the structure



or a pharmaceutically acceptable salt or solvate thereof.

53. (Canceled)

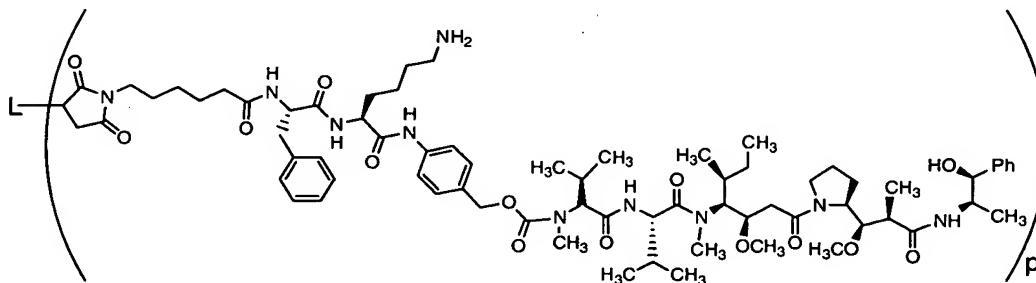
54. (Original) The compound of claim 1 having the structure



where p ranges from 1 to about 20, or a pharmaceutically acceptable salt or solvate thereof.

55. (Canceled)

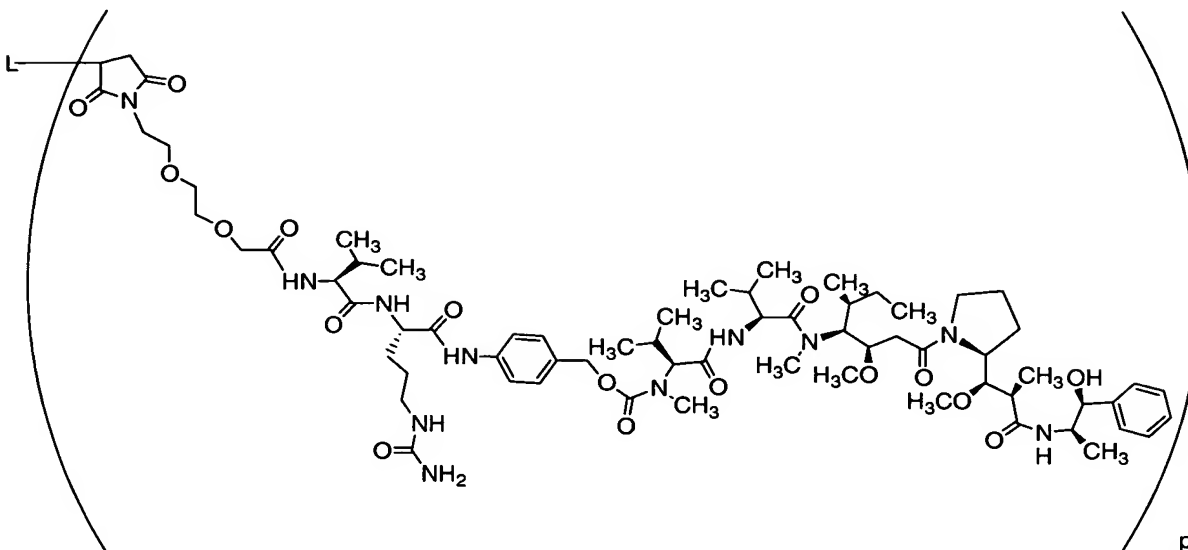
56. (Original) The compound of claim 1 having the structure



where p ranges from 1 to about 20, or a pharmaceutically acceptable salt or solvate thereof.

57-58. (Canceled)

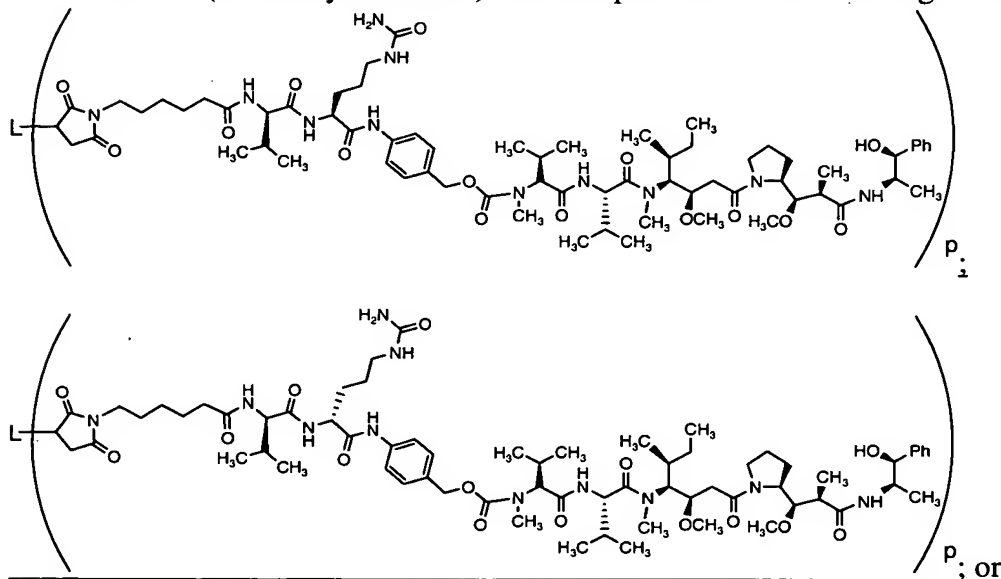
59. (Original) The compound of claim 1 having the structure

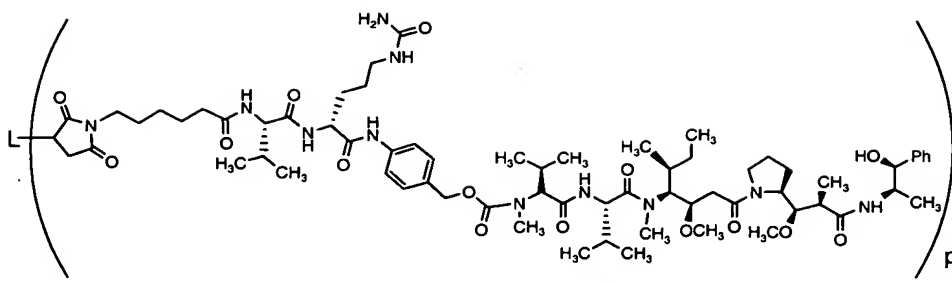


where p ranges from 1 to about 20, or a pharmaceutically acceptable salt or solvate thereof.

60-62. (Canceled)

63. (Currently Amended) The compound of claim 1 having the structure





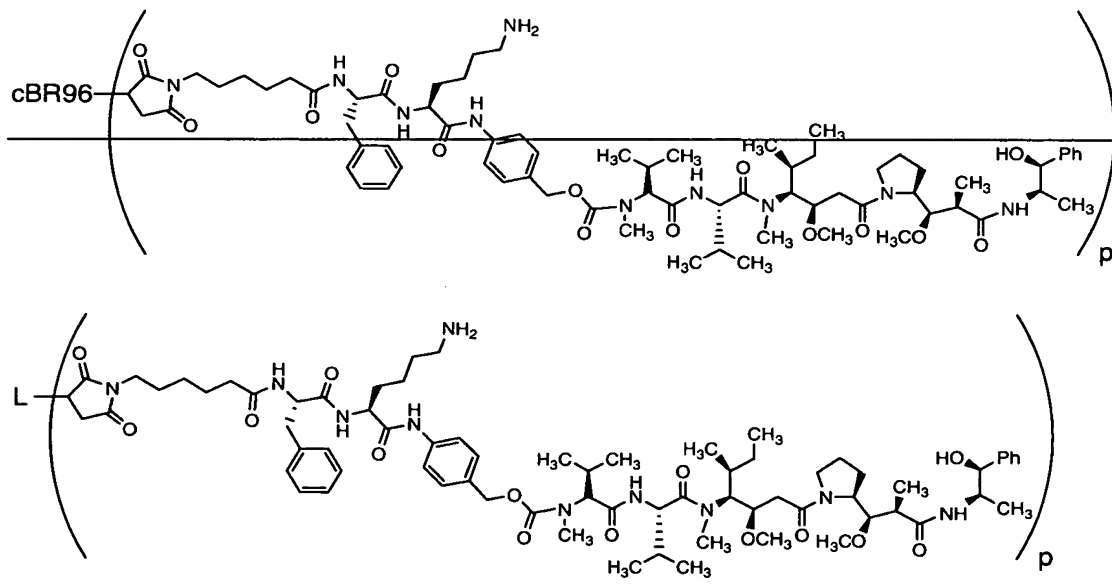
where p ranges from 1 to about 20, or a pharmaceutically acceptable salt or solvate thereof.

64-65. (Canceled)

66. (Currently Amended) The compound of any one of claims ~~53-65~~ 54, 56, 59 or 63 where p ranges from about 7 to about 9, from about 3 to about 5, or about 1 to about 3.

67-76. (Canceled)

77. (Currently Amended) ~~A~~ The compound of claim 1 having the ~~structure~~ formula



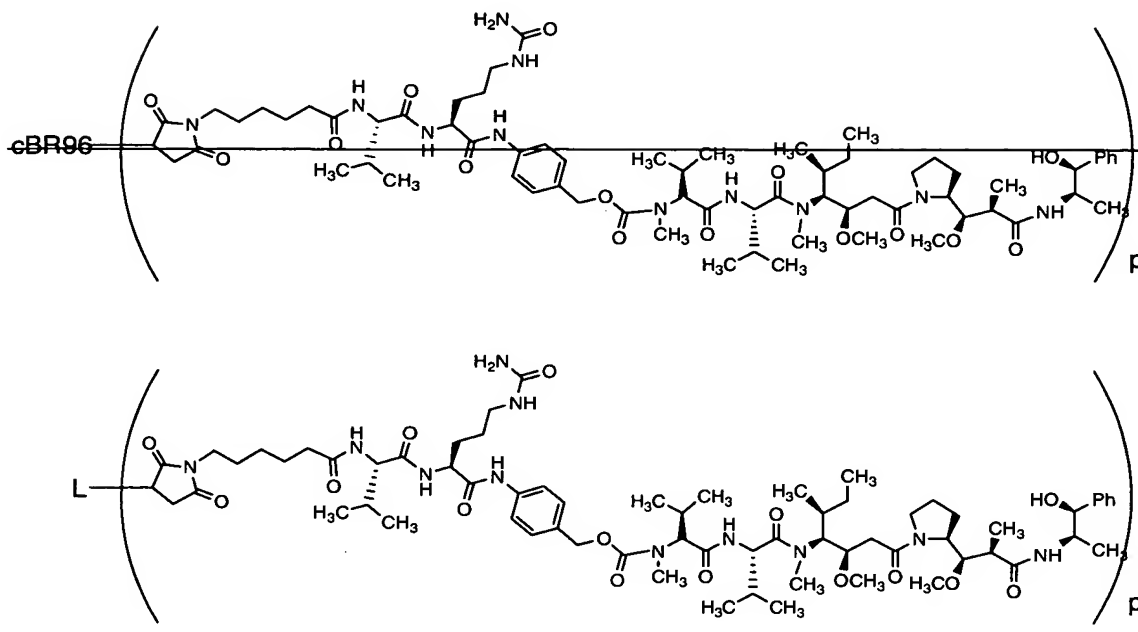
or a pharmaceutically acceptable salt or solvate thereof,

where p ranges from about 7 to about 9, from about 3 to about 5, or about 1 to about 3,

wherein L is cBR96, cAC10, an anti-CD40 antibody or an anti-CD20 antibody.

78. (Canceled)

79. (Currently Amended) A ~~The~~ compound of claim 1 having the ~~structure~~ formula



or a pharmaceutically acceptable salt or solvate thereof,

where p ranges from about 7 to about 9, from about 3 to about 5, or about 1 to about 3,

wherein L is cBR96, cAC10, an anti-CD40 antibody or an anti-CD20 antibody.

80-99. (Canceled)

100. (Currently Amended) The compound of claim ~~99~~ 79 wherein L is rituximab.

101. (Canceled)

102. (Currently Amended) The compound of claim ~~101~~ 77 or 79 wherein L is S2C6.

103. (Canceled)

104. (Currently Amended) The compound of claim ~~103~~ 77 wherein L is rituximab.

105-110. (Canceled)

111. (Currently Amended) A composition comprising an effective amount of a compound or a pharmaceutically acceptable salt or solvate thereof of any one of claims ~~77-91, 93-95, 97, 99, 101, 103, 105, 107 and 109~~ 1, 44, 77, 79, 99, 100, 102 or 104 and a pharmaceutically acceptable carrier or vehicle.

112. (Currently Amended) A method for killing or inhibiting the multiplication of a tumor cell or cancer cell comprising administering to an animal in need thereof a therapeutically effective amount of a compound or a pharmaceutically acceptable salt or solvate thereof of any one of claims ~~77-91, 93-95, 97, 99, 101, 103, 105, 107 and 109~~ 1, 44, 77, 79, 99, 100, 102 or 104.

113. (Currently Amended) A method for treating cancer, comprising administering to an animal in need thereof an effective amount of a compound or a pharmaceutically acceptable salt or solvate of the compound of any one of claims ~~77-91, 93-95, 97, 99, 101, 103, 105, 107 and 109~~ 1, 44, 77, 79, 99, 100, 102 or 104.

114. (Currently Amended) A method for treating an autoimmune disease, comprising administering to an animal in need thereof an effective amount of a compound or a pharmaceutically acceptable salt or solvate of the compound of any one of claims ~~77-91, 93-95, 97, 99, 101, 103, 105, 107 and 109~~ 1, 44, 77, 79, 99, 100, 102 or 104.

115. (Currently Amended) A method for treating an infectious disease, comprising administering to an animal in need thereof an effective amount of a compound or a pharmaceutically acceptable salt or solvate of the compound of any one of claims ~~77-91, 93-95, 97, 99, 101, 103, 105, 107 and 109~~ 1, 44, 77, 79, 99, 100, 102 or 104.

116. (Original) The method of claim 113 further comprising administering to the animal an effective amount of an anticancer agent.

117. (Original) The method of claim 114 further comprising administering to the animal an effective amount of an immunosuppressant agent.

118. (Original) The method of claim 115 further comprising administering to the animal an effective amount of an anti-infectious agent.

119. (Currently Amended) The compound or a pharmaceutically acceptable salt or solvate thereof of any one of claims ~~77 91, 93 95, 97, 99, 101, 103, 105, 107 and 109~~ 1, 44, 77, 79, 99, 100, 102 or 104, in an isolated or a purified form.